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RECORDATION NO.

26446-F  
FILED

November 24, 2010

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SURFACE TRANSPORTATION BOARD

Chief  
Section of Administration  
Office of Proceedings  
Surface Transportation Board  
395 "E" Street, S.W.  
Washington, D.C. 20423

Dear Section Chief:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Notice of Partial Termination of Lease, dated as of November 24, 2010, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document relates to the Memorandum of Lease previously filed with the Board under Recordation Number 26446.

The name and address of the party to the enclosed document are:

Lessor: Banc of America Leasing and Capital, LLC  
(successor to LaSalle Bank National Leasing Corporation)  
1460 Meteor Circle  
Pittsburgh, PA 15241

[Lessee: Union Pacific Railroad Company  
1416 Douglas Street  
Omaha Nebraska 68179-1580]

Chief, Section of Administration  
November 24, 2010  
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A description of the railroad equipment covered by the enclosed document is:

17 cars within the series CNW 753700 - CNW 753893 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Notice of Partial Termination of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Ed M Luria".

Edward M. Luria

EML/bhs  
Enclosures

NOV 24 '10

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**NOTICE OF PARTIAL TERMINATION OF LEASE** SURFACE TRANSPORTATION BOARD

The undersigned, BANK OF AMERICA LEASING AND CAPITAL, LLC ("BALCAP"), successor in interest to General Electric Railcar Service Corporation, and LaSalle Bank National Leasing Corporation, Lessor, publishes this notice that the Rider 71 to Car Leasing Agreement, dated as of December 12, 2005, incorporating by reference the terms and conditions of Car Leasing Agreement No. 8812-13, (the "Lease"), between Lessor and Union Pacific Railroad, Lessee, as it applies to those certain covered hopper railcars bearing the reporting marks and road numbers shown on Schedule A attached hereto (the "Terminated Railcars"), is hereby terminated except with respect to those obligations, if any, of Lessor and Lessee under the Lease which expressly survive any termination thereof.

A Memorandum of Lease with respect to the Terminated Railcars was originally filed with the Surface Transportation Board ("STB") on July 7, 2006 at 12:24 p.m. under Recordation Number 26446. A Memorandum of Assignment was originally filed with the STB on September 11, 2006 at 4:52 p.m. under Recordation Number 26446-A. The Memorandum of Lease filed as Recordation Number 26446 incorrectly describes the lease document being terminated as "Rider 73"; the correct reference is "Rider 71".

As of this 24th day of November, 2010, the Lease remains in effect as to the remaining railroad equipment other than the Terminated Railcars.

I certify that I hold the title set forth below, that this instrument was signed on behalf of Lessor by authority of its board of directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of Lessor. I further declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

**BANK OF AMERICA LEASING AND  
CAPITAL, LLC, Lessor**

By: 

**Name: Michael F. Marks**

**Title: Vice President**

SCHEDULE A

CNW	753700
CNW	753708
CNW	753710
CNW	753736
CNW	753741
CNW	753742
CNW	753743
CNW	753772
CNW	753784
CNW	753805
CNW	753820
CNW	753835
CNW	753845
CNW	753858
CNW	753859
CNW	753863
CNW	753893

**CERTIFICATION**

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: 11-24-10



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Robert W. Alvord